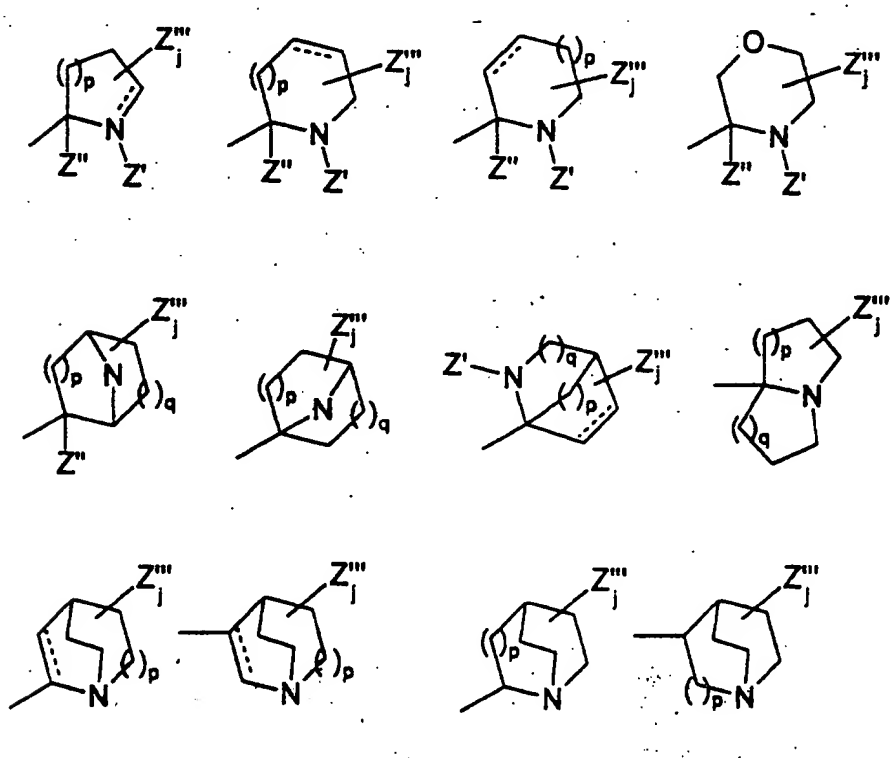
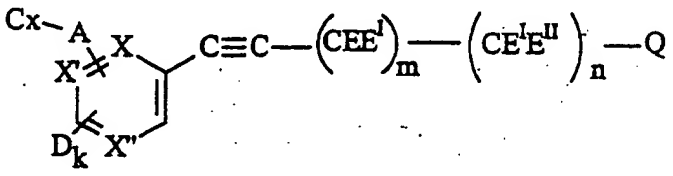
-SR', -N_3, C(=O)NR'R", -NR'C(=O)R", -C(=O)R', -C(=O)OR', -OC(=O)R', -O(CR'R")$_r$C(=O)R', -O(CR'R")$_r$NR'R" -O(CR'R")$_r$NR"C(=O)R', -O(CR'R")$_r$NR"SO_2R', -OC(=O)NR'R", -NR'C(=O)OR", -SO_2R', -SO_2NR'R", and -NR'SO_2R", where R' and R" are individually hydrogen, lower alkyl, cycloalkyl, heterocyclyl, or an aromatic group-containing species selected from the group consisting of phenyl, benzyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, indolyl and quinolinyl, and r is an integer from 1 to 6, or R' and R" can together form a cycloalkyl group; m is an integer and n is an integer such that the sum of m plus n is 0, 1, 2 or 3; E, E^I, E^{II} and E^{III} individually represent hydrogen or a suitable non-hydrogen substituent selected from the group consisting of alkyl, substituted alkyl, halo-substituted alkyl, cycloalkyl, substituted cycloalkyl, heterocyclyl, substituted heterocyclyl, aryl, substituted aryl, alkylaryl, substituted alkylaryl, arylalkyl and substituted arylalkyl; and Q is selected from:



where Z' represents hydrogen or lower alkyl, acyl, alkoxycarbonyl, or aryloxycarbonyl; Z" is hydrogen or lower alkyl; and Z'" is a non-hydrogen substituent selected from the group consisting of alkyl, substituted alkyl, halo-substituted alkyl, cycloalkyl, substituted cycloalkyl, heterocyclyl, substituted heterocyclyl, aryl, substituted aryl, alkylaryl, substituted alkylaryl, arylalkyl and substituted arylalkyl; the dotted line indicates a carbon-carbon single bond or a carbon-carbon double bond, p is 0, 1 or 2; q is 0, 1, 2 or 3; and j is an integer from 0 to 3,

wherein Z'"j refers to j number of Z'" substituents.

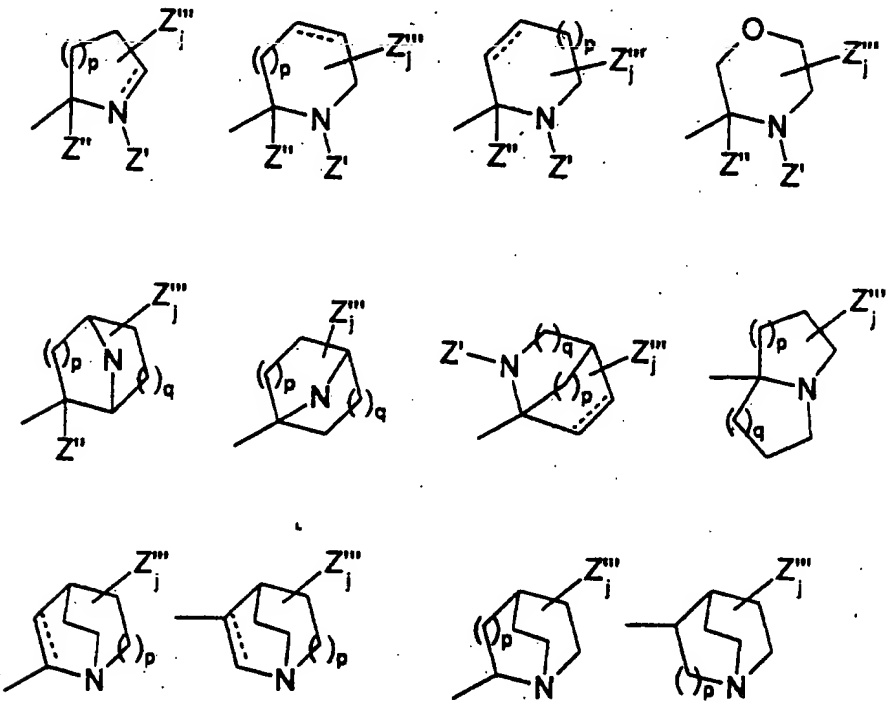
16. (Three Times Amended) A compound of the formula:



where X" is nitrogen and X, X' are individually carbon bonded to a substituent species selected from the group consisting of hydrogen alkyl, substituted alkyl, alkenyl, substituted alkenyl, heterocyclyl, substituted heterocyclyl, cycloalkyl, substituted cycloalkyl, aryl, substituted aryl, alkylaryl, substituted alkylaryl; arylalkyl, substituted arylalkyl, halo, -OR', -NR'R", $-CF_3$, -CN, $-NO_2$, $-C_2R'$, -SR', $-N_3$, C(=O)NR'R", -NR'C(=O)R", -C(=O)R', -C(=O)OR', -OC(=O)R', $-O(CR'R")_rC(=O)R'$, $-O(CR'R")_rNR'R"$ $-O(CR'R")_rNR"C(=O)R'$, $-O(CR'R")_rNR"SO_2R'$, -OC(=O)NR'R", -NR'C(=O)O R", $-SO_2R'$, $-SO_2NR'R"$, and $-NR'SO_2R"$, where R' and R" are individually hydrogen, lower alkyl, cycloalkyl, heterocyclyl, or an aromatic group-containing species selected from the group consisting of phenyl, benzyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, indolyl and quinolinyl, and r is an integer from 1 to 6, or R' and R" can together form a cycloalkyl group; A is O, C=O or a covalent bond; D is a suitable non-hydrogen substituent species selected from the group of substituent species for X, X' and X"; k is 0, 1 or 2; Cx is selected from a group consisting of aryl, substituted aryl, heteroaryl, substituted heteroaryl, non-aromatic heterocyclyl, substituted non-aromatic heterocyclyl, non-aromatic heterocyclylalkyl and

substituted non-aromatic heterocyclylalkyl; m is an integer and n is an integer such that the sum of m plus n is 0, 1, 2 or 3; E, E^{I}, E^{II} and E^{III} individually represent hydrogen or a suitable non-hydrogen substituent selected from the group consisting of alkyl, substituted alkyl, halo-substituted alkyl, cycloalkyl, substituted cycloalkyl, heterocyclyl, substituted heterocyclyl, aryl, substituted aryl, alkylaryl, substituted alkylaryl, arylalkyl and substituted arylalkyl; and Q is selected from:

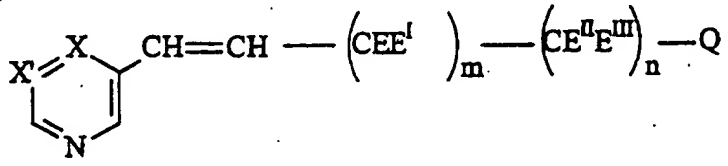
C2



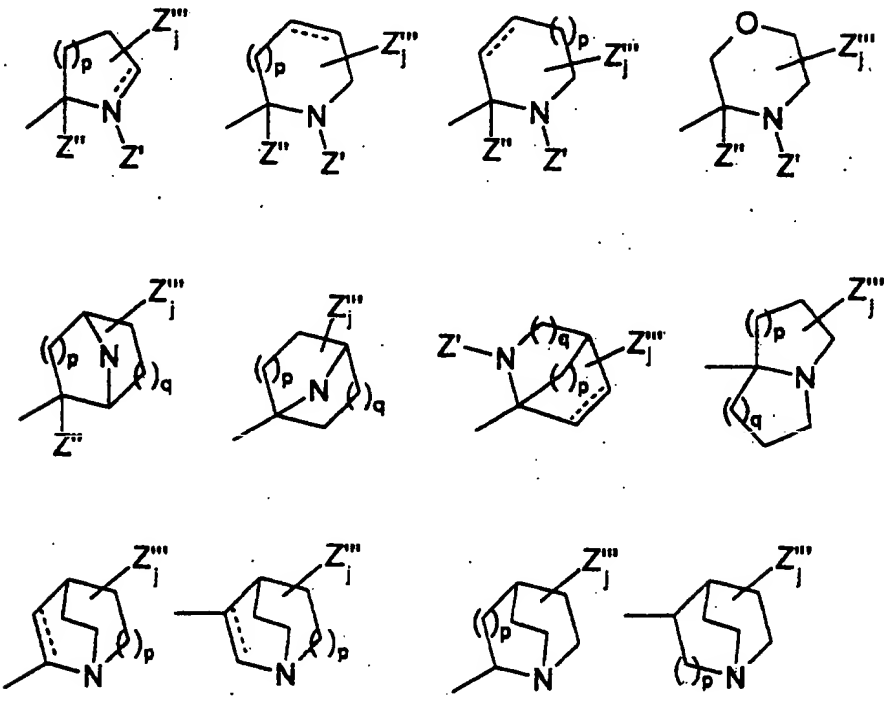
where Z' represents hydrogen or lower alkyl, acyl, alkoxycarbonyl, or aryloxycarbonyl; Z" is hydrogen or lower alkyl; and Z"' is a non-hydrogen substituent selected from the group consisting of alkyl, substituted alkyl, halo-substituted alkyl, cycloalkyl, substituted cycloalkyl, heterocyclyl, substituted heterocyclyl, aryl, substituted aryl, alkylaryl, substituted alkylaryl, arylalkyl and substituted arylalkyl; the dotted line indicates a carbon-carbon single bond or a carbon-carbon double bond; p is 0, 1 or 2; q is 0, 1, 2 or 3; and j is an integer from 0 to 3,

wherein Z'"j refers to j number of Z'" substituents.

25. (Three Times Amended) A pharmaceutical composition incorporating a compound of



where X and X' are individually carbon bonded to a substituent species selected from the group consisting of hydrogen alkyl, substituted alkyl, alkenyl, substituted alkenyl, heterocyclyl, substituted heterocyclyl, cycloalkyl, substituted cycloalkyl, aryl, substituted aryl, alkylaryl, substituted alkylaryl; arylalkyl, substituted arylalkyl, halo, -OR', -NR'R", $-CF_3$, -CN, $-NO_2$, $-C_2R'$, -SR', $-N_3$, C(=O)NR'R", -NR'C(=O)R", -C(=O)R', -C(=O)OR', -OC(=O)R', $-O(CR'R")_rC(=O)R'$, $-O(CR'R")_rNR'R"$ $-O(CR'R")_rNR"C(=O)R'$, $-O(CR'R")_rNR"SO_2R'$, -OC(=O)NR'R", -NR'C(=O)O R", $-SO_2R'$, $-SO_2NR'R"$, and $-NR'SO_2R"$, where R' and R" are individually hydrogen, lower alkyl, cycloalkyl, heterocyclyl, or an aromatic group-containing species selected from the group consisting of phenyl, benzyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, indolyl and quinolinyl, and r is an integer from 1 to 6, or R' and R" can together form a cycloalkyl group; m is an integer and n is an integer such that the sum of m plus n is 0, 1, 2 or 3; E, E^I, E^{II} and E^{III} individually represent hydrogen or a suitable non-hydrogen substituent selected from the group consisting of alkyl, substituted alkyl, halo-substituted alkyl, cycloalkyl, substituted cycloalkyl, heterocyclyl, substituted heterocyclyl, aryl, substituted aryl, alkylaryl, substituted alkylaryl, arylalkyl and substituted arylalkyl; and Q is selected from:



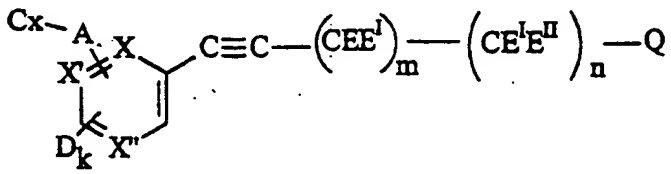
C3

where Z' represents hydrogen or lower alkyl, acyl, alkoxycarbonyl, or aryloxycarbonyl; Z" is hydrogen or lower alkyl; and Z"' is a non-hydrogen substituent selected from the group consisting of alkyl, substituted alkyl, halo-substituted alkyl, cycloalkyl, substituted cycloalkyl, heterocyclyl, substituted heterocyclyl, aryl, substituted aryl, alkylaryl, substituted alkylaryl, arylalkyl and substituted arylalkyl; the dotted line indicates a carbon-carbon single bond or a carbon-carbon double bond; p is 0, 1 or 2; q is 0, 1, 2 or 3; and j is an integer from 0 to 3, along with a pharmaceutically acceptable carrier,

wherein Z'"j refers to j number of Z'" substituents.

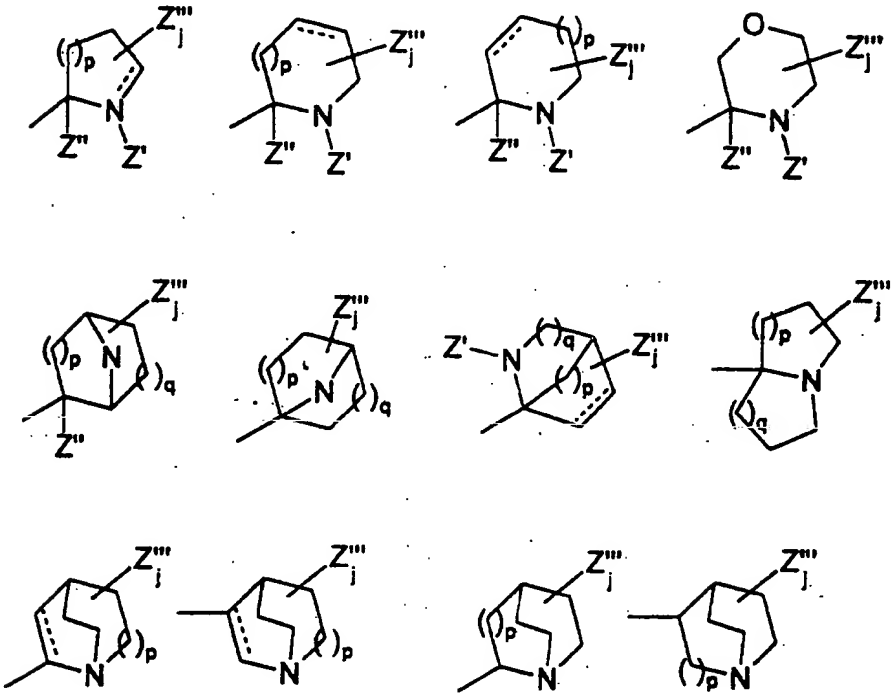
41. (Three Times Amended) A pharmaceutical composition incorporating a compound of the formula:

C4



where X" is nitrogen and X and X' are individually carbon bonded to a substituent species selected from the group consisting of hydrogen, alkyl, substituted alkyl, alkenyl, substituted alkenyl, heterocyclyl, substituted heterocyclyl, cycloalkyl, substituted cycloalkyl, aryl, substituted aryl, alkylaryl, substituted alkylaryl; arylalkyl, substituted arylalkyl, halo, -OR', -NR'R", -CF_3, -CN, -NO_2, -C_2R', -SR', -N_3, C(=O)NR'R", -NR'C(=O)R", -C(=O)R', -C(=O)OR', -OC(=O)R', -$O(CR'R")_rC(=O)R'$, -$O(CR'R")_rNR'R"$ -$O(CR'R")_rNR"C(=O)R'$, -$O(CR'R")_rNR"SO_2R'$, -OC(=O)NR'R", -NR'C(=O)O R", -SO_2R', -SO_2NR'R", and -NR'SO_2R", where R' and R" are individually hydrogen, lower alkyl, cycloalkyl, heterocyclyl, or an aromatic group-containing species selected from the group consisting of phenyl, benzyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, indolyl and quinolinyl, and r is an integer from 1 to 6, or R' and R" can together form a cycloalkyl group; A is O, C=O or a covalent bond; D is a suitable non-hydrogen substituent species selected from the group of substituent species for X, X' and X"; k is 0, 1 or 2; Cx is selected from a group consisting of aryl, substituted aryl, heteroaryl, substituted heteroaryl, non-aromatic heterocyclyl, substituted non-aromatic heterocyclyl, non-aromatic heterocyclylalkyl and substituted non-aromatic hetero-cyclylalkyl; m is an integer and n is an integer such that the sum of m plus n is 0, 1, 2 or 3; E, E^I, E^{II} and E^{III} individually represent hydrogen or a suitable non-hydrogen substituent selected from the group consisting of alkyl, substituted alkyl, halo-substituted alkyl, cycloalkyl, substituted cycloalkyl, heterocyclyl, substituted heterocyclyl, aryl, substituted aryl, alkylaryl, substituted alkylaryl, arylalkyl and substituted arylalkyl; and Q is selected from:

C4



where Z' represents hydrogen or lower alkyl, acyl, alkoxycarbonyl, or aryloxycarbonyl; Z" is hydrogen or lower alkyl; arid Z"' is a non-hydrogen substituent selected from the group consisting of alkyl, substituted alkyl, halo-substituted alkyl, cycloalkyl, substituted cycloalkyl, heterocyclyl, substituted heterocyclyl, aryl, substituted aryl, alkylaryl, substituted alkylaryl, arylalkyl and substituted arylalkyl; the dotted line indicates a carbon-carbon single bond or a carbon-carbon double bond; p is 0, 1 or 2; q is 0, 1, 2 or 3; and j is an integer from 0 to 3, and a pharmaceutically acceptable carrier,

wherein Z'"j refers to j number of Z'" substituents.

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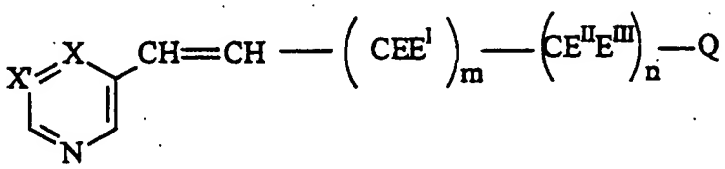
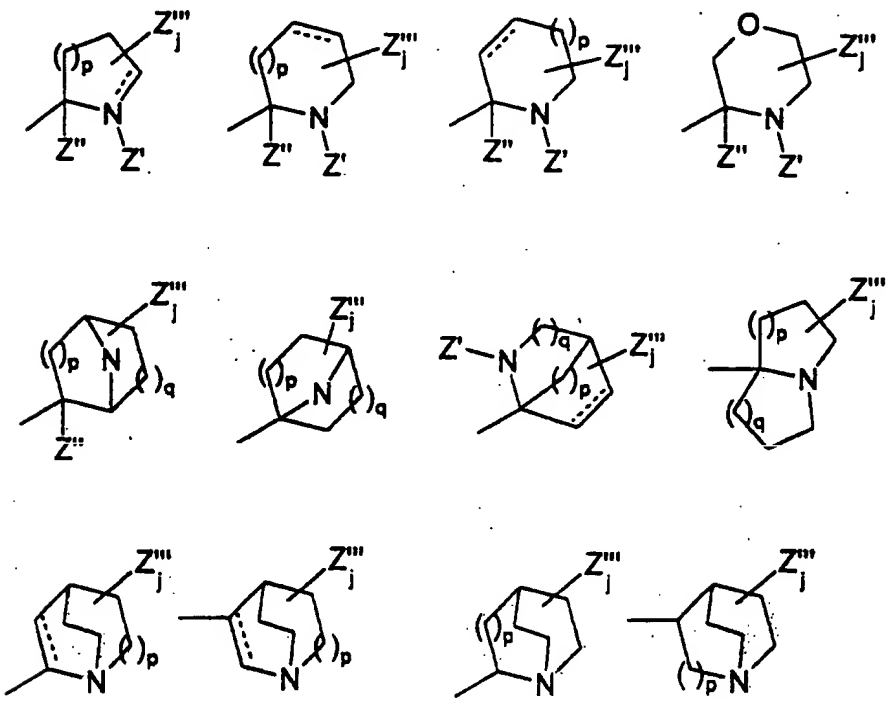
51. (Three Times Amended) A method for treating a central nervous system disorder associated with dysfunction of nicotinic receptors, said method comprising administering an effective amount of a compound having the formula:



where X and X' are individually carbon bonded to a substituent species selected from the group consisting of hydrogen, alkyl, substituted alkyl, alkenyl, substituted alkenyl, heterocyclyl, substituted heterocyclyl, cycloalkyl, substituted cycloalkyl, aryl, substituted aryl, alkylaryl, substituted alkylaryl; arylalkyl, substituted arylalkyl, halo, -OR', -NR'R", $-CF_3$, -CN, $-NO_2$, $-C_2R'$, -SR', $-N_3$, C(=O)NR'R", -NR'C(=O)R", -C(=O)R', -C(=O)OR', -OC(=O)R', $-O(CR'R")_rC(=O)R'$, $-O(CR'R")_rNR'R"$ $-O(CR'R")_rNR"C(=O)R'$, $-O(CR'R")_rNR"SO_2R'$, -OC(=O)NR'R", -NR'C(=O)OR", $-SO_2R'$, $-SO_2NR'R"$, and $-NR'SO_2R"$, where R' and R" are individually hydrogen, lower alkyl, cycloalkyl, heterocyclyl, or an aromatic group-containing species selected from the group consisting of phenyl, benzyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, indolyl and quinolinyl, and r is an integer from 1 to 6, or R' and R" can together form a cycloalkyl group; m is an integer and n is an integer such that the sum of m plus n is 0, 1, 2 or 3; E, E^I, E^{II} and E^{III} individually represent hydrogen or a suitable non-hydrogen substituent selected from the group consisting of alkyl, substituted alkyl, halo-substituted alkyl, cycloalkyl, substituted cycloalkyl, heterocyclyl, substituted heterocyclyl, aryl, substituted aryl, alkylaryl, substituted alkylaryl, arylalkyl and substituted arylalkyl; and Q is selected from:

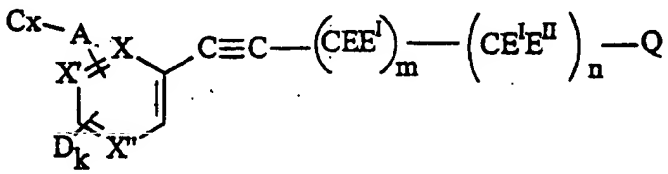


where Z' is hydrogen, lower alkyl, acyl, alkoxycarbonyl, or aryloxycarbonyl; Z" is hydrogen or lower alkyl; and Z"' is a non-hydrogen substituent selected from the group consisting of alkyl, substituted alkyl, halo-substituted alkyl, cycloalkyl, substituted cycloalkyl, heterocyclyl, substituted heterocyclyl, aryl, substituted aryl, alkylaryl, substituted alkylaryl, arylalkyl and substituted arylalkyl; the dotted line indicates a carbon-carbon single bond or a carbon-carbon double bond; p is 0, 1 or 2; q is 0, 1, 2 or 3; and j is an integer from 0 to 3,

wherein Z'"j refers to j number of Z'" substituents, and

wherein the central nervous system disorder is selected from the group consisting of pre-senile dementia, senile dementia, HIV-dementia, multiple cerebral infarcts, Parkinsonism, Pick's disease, Huntington's chorea, tardive dyskindesia, hyperkinesias, mania, attention deficit disorder, anxiety, depression, mild cognitive impairment, dyslexia, schizophrenia and Tourette's syndrome.

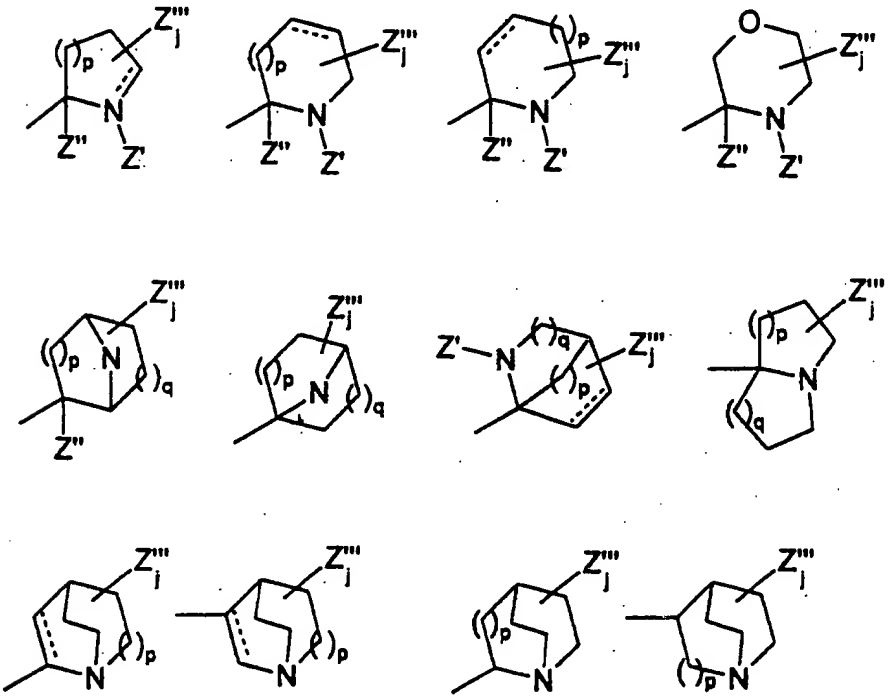
66. (Three Times Amended) A method for treating a central nervous system disorder associated with dysfunction of nicotinic receptors, said method comprising of the administration of an effective amount of a compound having the formula:



C6

where X" is nitrogen, X and X' are individually carbon bonded to a substituent species selected from the group consisting of hydrogen, alkyl, substituted alkyl, alkenyl, substituted alkenyl, heterocyclyl, substituted heterocyclyl, cycloalkyl, substituted cycloalkyl, aryl, substituted aryl, alkylaryl, substituted alkylaryl; arylalkyl, substituted arylalkyl, halo, -OR', -NR'R", $-CF_3$, -CN, $-NO_2$, $-C_2R'$, -SR', $-N_3$, C(=O)NR'R", -NR'C(=O)R", -C(=O)R', -C(=O)OR', -OC(=O)R', $-O(CR'R")_rC(=O)R'$, $-O(CR'R")_rNR'R"$ $-O(CR'R")_rNR"C(=O)R'$, $-O(CR'R")_rNR"SO_2R'$, -OC(=O)NR'R", -NR'C(=O)O R", $-SO_2R'$, $-SO_2NR'R"$, and $-NR'SO_2R"$, where R' and R" are individually hydrogen, lower alkyl, cycloalkyl, heterocyclyl, or an aromatic group-containing species selected from the group consisting of phenyl, benzyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, indolyl and quinolinyl, and r is an integer from 1 to 6, or R' and R" can together form a cycloalkyl group; A is O, C=O or a covalent bond; D is a suitable non-hydrogen substituent species selected from the group of substituent species for X, X' and X"; k is 0, 1 or 2; Cx is selected from a group consisting of aryl, substituted aryl, heteroaryl, substituted heteroaryl, non-aromatic heterocyclyl, substituted non-aromatic heterocyclyl, non-aromatic heterocyclylalkyl and substituted non-aromatic hetero-cyclylalkyl; m is an integer and n is an integer such that the sum of m plus n is 0, 1, 2 or 3; E, E^I, E^{II} and E^{III} individually represent hydrogen or a suitable non-hydrogen substituent selected from the group consisting of alkyl, substituted alkyl, halo-substituted alkyl, cycloalkyl, substituted cycloalkyl, heterocyclyl, substituted heterocyclyl, aryl,

substituted aryl, alkylaryl, substituted alkylaryl, arylalkyl and substituted arylalkyl; and Q is selected from:



C 4

where Z' is hydrogen, lower alkyl, acyl, alkoxycarbonyl, or aryloxycarbonyl; Z" is hydrogen or lower alkyl; and Z"' is a non-hydrogen substituent selected from the group consisting of alkyl, substituted alkyl, halo-substituted alkyl, cycloalkyl, substituted cycloalkyl, heterocyclyl, substituted heterocyclyl, aryl, substituted aryl, alkylaryl, substituted alkylaryl, arylalkyl and substituted arylalkyl; the dotted line indicates a carbon-carbon single bond or a carbon-carbon double bond; p is 0, 1 or 2; q is 0, 1, 2 or 3; and j is an integer from 0 to 3,

wherein Z'"j refers to j number of Z'" substituents, and

wherein the central nervous system disorder is selected from the group consisting of pre-senile dementia, senile dementia, HIV-dementia, multiple cerebral infarcts, Parkinsonism, Pick's disease, Huntington's chorea, tardive dyskindesia, hyperkinesias, mania, attention deficit